

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF PENNSYLVANIA

WILLIAM CASSEL, on behalf of himself and all )  
others similarly situated, ) Case No. 11-cv-7045  
                                )  
                                )  
Plaintiff, )  
                                )  
vs. )  
                                )  
                                )  
ADOLOR CORPORATION, *et al.* )  
                                )  
                                )  
Defendants. )

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**PLAINTIFF'S EMERGENCY MOTION FOR EXPEDITED DISCOVERY, EXPEDITED PROCEEDINGS, AND A BRIEFING SCHEDULE ON PLAINTIFF'S MOTION FOR A PRELIMINARY INJUNCTION**

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Plaintiff, William Cassell, (“Plaintiff”), individually and on behalf of all others similarly situated, respectfully moves on an emergency basis for expedited discovery, expedited proceedings, and a briefing schedule on Plaintiff’s motion for a preliminary injunction. As stated in the accompanying brief, this is a direct stockholder class action brought by Plaintiff on behalf of the public holders of Adolor Corporation (“Adolor” or the “Company”) common stock against Adolor, the Company’s Board of Directors (the “Board”), and Cubist Pharmaceuticals, Inc. (“Cubist”), arising out of the proposed acquisition of Adolor by Cubist *via* an unfair process that yielded an unfair price (the “Proposed Transaction”).

On October 24, 2011, Adolor announced that it had entered into a definitive merger agreement (the “Merger Agreement”) to be acquired by Cubist. Pursuant to the terms of the Merger Agreement, Cubist will commence a tender offer to acquire all of the outstanding shares of Adolor for an initial payment of \$4.25 per share in cash (the “Up-front Payment”). In addition

to the Up-Front Payment, Adolor shareholders will receive one, non-transferable Contingent Payment Right (“CPR”) (together with the Up-Front Payment, the “Merger Consideration”). The CPR will entitle the holder to receive an additional cash payment of up to \$4.50 for each share of Adolor they own if certain regulatory approvals and/or commercialization milestones for ADL5945<sup>1</sup> are achieved.

Because the tender offer is scheduled to expire at midnight on December 6, 2011, time is of the essence to address the irreparable harm facing Plaintiff and the class, including but not limited to, the material omissions from the public documents filed by the Defendants – omissions which deprive Plaintiff and the class from the ability to make informed, intelligent and rationale decisions on whether to tender their shares or seek appraisal of their shares prior to the expiration of the tender offer.

Accordingly, Plaintiff respectfully requests, on an emergency basis, a briefing schedule and a hearing date on Plaintiff’s anticipated motion for preliminary injunction, as well as an expedited timeframe within which Defendants will be required to produce specific, limited documents, and depositions of key personnel like members of Adolor’s Board, representatives of Cubist, and other interested buyers, and representatives of Adolor’s financial advisor, Stifel Nicolaus Weisel, can be taken.

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<sup>1</sup> ADL5945 is a promising compound that is currently involved in late-stage clinical trials. ADL5945, which Adolor acquired September 6, 2011, will be used in the treatment of opioid-induced constipation, a growing, multi-billion dollar, currently underserved market.

A proposed order has been submitted herewith.

Dated: November 15, 2011

BRODSKY & SMITH, LLC

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